

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM369513

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Change of Security Interest Agent		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BAM Administrative Services LLC, as agent		01/15/2016	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	TCFII GH LLC		
Street Address:	200 Crescent Court, #1040		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75201		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4306901	TOTAL WATER MANAGEMENT SOLUTIONS	
Registration Number:	4347406	FRAC-CYCLE	
Registration Number:	4593619	MAG TANK	
Serial Number:	85828338	MAG PANEL	
CORRESPONDENCE DATA			
Fax Number:	2142000558		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	214-651-5066		
Email:	jeff.becker@haynesboone.com		
Correspondent Name:	Jeffrey M. Becker c/o Haynes and Boone		
Address Line 1:	2323 Victory Avenue, Suite 700		
Address Line 4:	Dallas, TEXAS 75219		
ATTORNEY DOCKET NUMBER:	50665.45		
NAME OF SUBMITTER:	Jeffrey M. Becker		
SIGNATURE:	/Jeffrey M. Becker/		
DATE SIGNED:	01/15/2016		
Total Attachments: 2			
source=Notice of Change of Agent re Trademark Security Agreement#page1.tif			

OP \$115.00 4306901

January 15, 2016

United States Patent And Trademark Office
Mail Stop: Assignment Recordation Branch
P.O. Box 1450
Alexandria, VA
22313

**NOTICE OF CHANGE OF AGENT/GRANTEE
RE: TRADEMARK SECURITY AGREEMENT - GREENHUNTER WATER, LLC**

United States Patent And Trademark Office:

Reference is made herein to the TRADEMARK SECURITY AGREEMENT (the "Agreement") made as of the 1st day of May, 2015 by GreenHunter Water, LLC, a Texas limited liability corporation ("Grantor"), in favor of BAM Administrative Services LLC, a Delaware limited liability company, in its capacity as agent (together with its successors and assigns in such capacity, the "Agent") for the benefit of itself and Purchasers (as defined in the Note Purchase Agreement described below) (together with its successors and assigns in such capacity, "Grantee"), which was recorded on 05/04/2015 at Reel 005509, Frame 0378.

Reference is further made to that certain Note Purchase Agreement dated as of April 14, 2015 (as amended by that certain August 2015 Waiver and Amendment dated as of August 13, 2015, the "Note Purchase Agreement"), among BRe WNIC 2013 LTC Primary, BRe WNIC 2013 LTC Sub and BRe BCLIC Sub (each an "Existing Purchaser" and together, the "Existing Purchasers"), the Agent and GreenHunter Resources, Inc. (the "Borrower").

Please be advised that the rights of the Existing Purchasers under the Note Purchase Agreement and each of the other Credit Documents (as defined in the Purchase Agreement) executed in connection therewith (including, without limitation, the Agreement) were transferred pursuant to that certain Purchase and Sale Agreement, dated as of January 5, 2016, among the Existing Purchasers, the Agent and TCFII GH LLC, a Delaware limited liability company (the "Purchase Agreement") and the Assignment Agreement dated as of January 8, 2016, from the Existing Purchasers to TCFII GH LLC (the "Assignment Agreement").

Please be further advised that in connection with the Purchase Agreement, TCFII GH LLC replaced the Agent as the successor agent under the Credit Documents (in such capacity, the "New Agent"), pursuant to the certain Agreement in Respect of and Amendment to Agency Agreement, dated as of January 15, 2016, between the Existing Purchasers, the Agent and the New Agent.

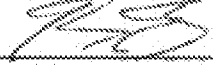
Going forward, the New Agent shall be treated as the "Agent" and the "Grantee" under the Agreement and in connection with any records associated therewith.

All future communications to the "Agent" under the Agreement should be directed to the New Agent at the address below:

TCFII GH LLC
200 Crescent Court, #1040
Dallas, Texas 75201
Attention: Blake Bonner

Sincerely,

TCFH GH LLC, a Delaware limited liability company

By: 
Name: Blake Bonner
Title: Manager

[Signature Page to Notice to Trademark Security Agreement]